

**UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS**

CATHERINE DUKES, individually and on
behalf of all others similarly situated,

Plaintiff,

V.

Civil Action No. 1:04-CV-10315 (PBS)

COLUMBIA ACORN SELECT, COLUMBIA ACORN USA, COLUMBIA ASSET ALLOCATION FUND, COLUMBIA BALANCED FUND, COLUMBIA COMMON STOCK FUND, COLUMBIA DISCIPLINED VALUE FUND, COLUMBIA DIVIDEND INCOME FUND, COLUMBIA GROWTH & INCOME FUND, COLUMBIA GROWTH FUND, COLUMBIA GROWTH STOCK FUND, COLUMBIA LARGE CAP CORE FUND, COLUMBIA LARGE CAP GROWTH FUND, COLUMBIA LARGE COMPANY INDEX FUND, COLUMBIA LIBERTY FUND, COLUMBIA MID CAP GROWTH VALUE FUND, COLUMBIA REAL ESTATE EQUITY FUND, COLUMBIA SMALL CAP FUND, COLUMBIA SMALL CAP VALUE FUND, COLUMBIA SMALL COMPANY EQUITY FUND, COLUMBIA SMALL COMPANY INDEX FUND, COLUMBIA STRATEGIC INVESTORS FUND, COLUMBIA TAX-MANAGED AGGRESSIVE GROWTH FUND, COLUMBIA TAX-MANAGED GROWTH FUND, COLUMBIA TAX-MANAGED GROWTH FUND II, COLUMBIA TAX-MANAGED VALUE FUND, COLUMBIA TECHNOLOGY FUND, COLUMBIA THERMOSTAT FUND, COLUMBIA UTILITIES FUND, COLUMBIA YOUNG INVESTORS FUND, COLUMBIA ACORN INTERNATIONAL, COLUMBIA ACORN INTERNATIONAL SELECT, COLUMBIA EUROPE FUND, COLUMBIA GLOBAL

THIS DOCUMENT RELATES TO:

1:04-CV-10355 (PBS);

1:04-CV-10405 (PBS);

1:04-CV-10408 (PBS):

1:04-CV-10534 (PBS):

1:04-CV-10603 (PBS).

[PROPOSED] ORDER

CONSOLIDATING ACTIONS,

APPOINTING LEAD PLAINTIFFS

AND APPROVING LEAD

PLAINTIFFS' SELECTION OF LEAD

COUNSEL AND LIAISON COUNSEL

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| EQUITY FUND, COLUMBIA |) |
| INTERNATIONAL EQUITY FUND, |) |
| COLUMBIA INTERNATIONAL STOCK |) |
| FUND, COLUMBIA NEWPORT ASIA |) |
| PACIFIC FUND, COLUMBIA NEWPORT |) |
| JAPAN, COLUMBIA OPPORTUNITIES |) |
| FUND; COLUMBIA GREATER CHINA |) |
| FUND, COLUMBIA NEWPORT TIGER |) |
| FUND, COLUMBIA CONTRARIAN |) |
| INCOME FUND, COLUMBIA CORPORATE |) |
| BOND FUND, COLUMBIA FEDERAL |) |
| SECURITIES FUND, COLUMBIA FIXED |) |
| INCOME SECURITIES FUND, COLUMBIA |) |
| FLOATING RATE FUND, COLUMBIA |) |
| HIGH YIELD FUND, COLUMBIA HIGH |) |
| YIELD OPPORTUNITY FUND, COLUMBIA |) |
| INCOME FUND, COLUMBIA |) |
| INTERMEDIATE BOND FUND, |) |
| COLUMBIA INTERMEDIATE |) |
| GOVERNMENT INCOME FUND, |) |
| COLUMBIA MONEY MARKET FUND, |) |
| COLUMBIA QUALITY PLUS BOND FUND, |) |
| COLUMBIA STRATEGIC INCOME FUND, |) |
| COLUMBIA U.S. TREASURY INDEX |) |
| FUND, COLUMBIA CALIFORNIA TAX- |) |
| EXEMPT FUND, COLUMBIA |) |
| CONNECTICUT INTERMEDIATE |) |
| MUNICIPAL BOND FUND, COLUMBIA |) |
| CONNECTICUT TAX-EXEMPT FUND, |) |
| COLUMBIA FLORIDA INTERMEDIATE |) |
| MUNICIPAL BOND FUND, COLUMBIA |) |
| HIGH YIELD MUNICIPAL FUND, |) |
| COLUMBIA INTERMEDIATE TAX- |) |
| EXEMPT BOND FUND, COLUMBIA |) |
| MANAGED MUNICIPALS FUND, |) |
| COLUMBIA MASSACHUSETTS |) |
| INTERMEDIATE MUNICIPALS BOND |) |
| FUND, COLUMBIA MASSACHUSETTS |) |
| TAX-EXEMPT FUND, COLUMBIA |) |
| MUNICIPAL MONEY MARKET FUND, |) |
| COLUMBIA NATIONAL MUNICIPAL |) |
| BOND FUND, COLUMBIA NEW JERSEY |) |
| INTERMEDIATE MUNICIPAL BOND |) |

INTERMEDIATE MUNICIPAL BOND)
 FUND, COLUMBIA NEW YORK TAX-)
 EXEMPT FUND, COLUMBIA OREGON)
 MUNICIPAL BOND FUND, COLUMBIA)
 PENNSYLVANIA INTERMEDIATE)
 MUNICIPAL BOND FUND, COLUMBIA)
 RHODE ISLAND INTERMEDIATE)
 MUNICIPAL BOND FUND, COLUMBIA)
 TAX-EXEMPT FUND, COLUMBIA TAX-)
 EXEMPT INSURED FUND, COLUMBIA)
 SMALL CAP GROWTH FUND, COLUMBIA)
 EUROPEAN THEMATIC EQUITY FUND,)
 COLUMBIA GLOBAL THEMATIC EQUITY)
 FUND, COLUMBIA DAILY INCOME)
 COMPANY FUND (collectively known as)
 "COLUMBIA FUNDS"); COLUMBIA)
 ACORN TRUST, COLUMBIA BALANCED)
 FUND INC./OR COLUMBIA COMMON)
 STOCK FUND INC., COLUMBIA DAILY)
 INCOME COMPANY, COLUMBIA FIXED)
 INCOME SECURITIES FUND, INC.,)
 COLUMBIA FUNDS TRUST I, COLUMBIA)
 FUNDS TRUST II, COLUMBIA FUNDS)
 TRUST III, COLUMBIA FUNDS TRUST IV,)
 COLUMBIA FUNDS TRUST IX,)
 COLUMBIA FUNDS TRUST V, COLUMBIA)
 FUNDS TRUST VI, COLUMBIA FUNDS)
 TRUST VII, COLUMBIA FUNDS TRUST)
 VIII, COLUMBIA FUNDS TRUST XI,)
 COLUMBIA GROWTH FUND INC.,)
 COLUMBIA HIGH YIELD FUND INC.,)
 COLUMBIA INSTITUTIONAL FLOATING)
 RATE INCOME FUND, COLUMBIA)
 INTERNATIONAL STOCK FUND INC.,)
 COLUMBIA OREGON MUNICIPAL BOND)
 FUND INC., COLUMBIA NATIONAL)
 MUNICIPAL BOND FUND INC.,)
 COLUMBIA REAL ESTATE EQUITY)
 FUND, COLUMBIA SHORT TERM BOND)
 FUND INC., COLUMBIA SMALL CAP)
 GROWTH FUND INC., COLUMBIA)
 STRATEGIC INVESTOR FUND INC.,)
 COLUMBIA TECHNOLOGY FUND INC.,)

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| REGISTRANTS"); FLEETBOSTON |) |
| FINANCIAL CORPORATION, COLUMBIA |) |
| MANAGEMENT GROUP INC., COLUMBIA |) |
| MANAGEMENT ADVISORS INC., |) |
| COLUMBIA WANGER ASSET |) |
| MANAGEMENT L.P., COLUMBIA FUNDS |) |
| DISTRIBUTOR INC., and JOHN DOES 1- |) |
| 100, |) |
| |) |
| Defendants. |) |

Having considered the motion of Blake Bonelli, Harry & Elaine Ellis, Charles Cordier and the Robert Glenn Rapp Foundation (collectively, the "Bonelli Plaintiff Group") to consolidate actions, to be appointed lead plaintiffs and for approval of lead plaintiffs' selection of lead counsel and liaison counsel, the memorandum of law in support thereof, the declaration of Darren J. Check regarding that motion, and good cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The motion is granted.
2. The above-captioned actions are consolidated for all purposes (the "Consolidated Action"). This Order (the "Order") shall apply to the Consolidated Action and to each case that relates to the same subject matter that is subsequently filed in this Court or is transferred to this Court and is consolidated with the Consolidated Action.
3. A Master File is established for this proceeding. The Master File shall be Civil Action No. 1:04-CV-10315 (PBS). The Clerk shall file all pleadings in the Master File and note such filings on the Master Docket.
4. An original of this Order shall be filed by the Clerk in the Master File.
5. The Clerk shall mail a copy of this Order to counsel of record in the Consolidated

Action.

6. Every pleading in the Consolidated Action shall have the following caption:

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| IN RE COLUMBIA MUTUAL FUNDS |) | |
| SECURITIES LITIGATION |) | Civil Action No. 1:04-CV-10315 (PBS) |
| |) | |

7. The Court requests the assistance of counsel in calling to the attention of the Clerk of this Court the filing or transfer of any case that might properly be consolidated as part of the Consolidated Action.

8. When a case that arises out of the same subject matter of the Consolidated Action is hereinafter filed in this Court or transferred from another Court, the Clerk of this Court shall:

- a. File a copy of this Order in the Separate file for such action;
- b. Mail a copy of this Order to the attorneys for the plaintiff(s) in the newly-filed or transferred case and to any new defendant(s) in the newly-filed case; and
- c. Make the appropriate entry in the Master Docket for the Consolidated

Action.

9. Each new case that arises out of the subject matter of the Consolidated Action which is filed in this Court or transferred to this Court, shall be consolidated with the Consolidated Action and this Order shall apply thereto, unless a party objects to consolidation, as provided for herein, or any provision of this Order, within ten (10) days after the date upon which a copy of this Order is served on counsel for such party, by filing an application for relief and this Court deems it appropriate to grant such application. Nothing in the forgoing shall be construed as a waiver of the defendants' right to object to consolidation of any subsequently-filed or transferred related action.

10. The Bonelli Plaintiff Group is appointed to serve as lead plaintiff in the above-captioned consolidated action, pursuant to 15 U.S.C. §77z-1(a)(3)(B) and 15 U.S.C. §78u-4(a)(3)(B).

11. The law firm of Schiffrin & Barroway, LLP is hereby approved as lead counsel for the Class. Lead counsel shall provide general supervision of the activities of plaintiffs' counsel and shall have the following responsibilities and duties to perform or delegate as appropriate:

- a. To brief and argue motions;
- b. To initiate and conduct discovery, including, without limitation, coordination of discovery with defendants' counsel, the preparation of written interrogatories, requests for admissions, and requests for production of documents;
- c. to direct and coordinate the examination of witnesses in depositions;
- d. to act as spokesperson at pretrial conferences;
- e. to call and chair meetings of plaintiffs' counsel as appropriate or necessary from time to time;
- f. to initiate and conduct any settlement negotiations with counsel for defendants;
- g. to provide general coordination of the activities of plaintiffs' counsel and to delegate work responsibilities to selected counsel as may be required in such a manner as to lead to the orderly and efficient prosecution of this litigation and to avoid duplication or unproductive effort;
- h. to consult with and employ experts;
- i. to receive and review periodic time reports of all attorneys on behalf of

plaintiffs, to determine if the time is being spent appropriately and for the benefit of plaintiffs, and to determine and distribute plaintiffs' attorneys' fees; and

j. to perform such other duties as may be expressly authorized by further order of this Court.

12. The law firm of Gilman and Pastor, LLP is hereby approved as liaison counsel for the Class.

IT IS SO ORDERED.

DATED: _____

UNITED STATES DISTRICT JUDGE